

7. Describe debtor's business

A. Check one:

- ☐ Health Care Business (as defined in 11 U.S.C. § 101(27A))
☐ Single Asset Real Estate (as defined in 11 U.S.C. § 101(51B))
☐ Railroad (as defined in 11 U.S.C. § 101(44))
☐ Stockbroker (as defined in 11 U.S.C. § 101(53A))
☐ Commodity Broker (as defined in 11 U.S.C. § 101(6))
☐ Clearing Bank (as defined in 11 U.S.C. § 781(3))
☒ None of the above

B. Check all that apply

- ☐ Tax-exempt entity (as described in 26 U.S.C. §501)
☐ Investment company, including hedge fund or pooled investment vehicle (as defined in 15 U.S.C. §80a-3)
☐ Investment advisor (as defined in 15 U.S.C. §80b-2(a)(11))

C. NAICS (North American Industry Classification System) 4-digit code that best describes debtor.
See <http://www.uscourts.gov/four-digit-national-association-naics-codes>.

8. Under which chapter of the Bankruptcy Code is the debtor filing?

Check one:

- ☐ Chapter 7
☐ Chapter 9

☒ Chapter 11. Check **all** that apply:

A debtor who is a "small business debtor" must check the first sub-box. A debtor as defined in § 1182(1) who elects to proceed under subchapter V of chapter 11 (whether or not the debtor is a "small business debtor") must check the second sub-box.

- ☐ The debtor is a small business debtor as defined in 11 U.S.C. § 101(51D), and its aggregate noncontingent liquidated debts (excluding debts owed to insiders or affiliates) are less than \$2,725,625. If this sub-box is selected, attach the most recent balance sheet, statement of operations, cash-flow statement, and federal income tax return or if any of these documents do not exist, follow the procedure in 11 U.S.C. § 1116(1)(B).
☒ The debtor is a debtor as defined in 11 U.S.C. § 1182(1), its aggregate noncontingent liquidated debts (excluding debts owed to insiders or affiliates) are less than \$7,500,000, **and it chooses to proceed under Subchapter V of Chapter 11**. If this sub-box is selected, attach the most recent balance sheet, statement of operations, cash-flow statement, and federal income tax return, or if any of these documents do not exist, follow the procedure in 11 U.S.C. § 1116(1)(B).
☐ A plan is being filed with this petition.
☐ Acceptances of the plan were solicited prepetition from one or more classes of creditors, in accordance with 11 U.S.C. § 1126(b).
☐ The debtor is required to file periodic reports (for example, 10K and 10Q) with the Securities and Exchange Commission according to § 13 or 15(d) of the Securities Exchange Act of 1934. File the *Attachment to Voluntary Petition for Non-Individuals Filing for Bankruptcy under Chapter 11* (Official Form 201A) with this form.
☐ The debtor is a shell company as defined in the Securities Exchange Act of 1934 Rule 12b-2.

☐ Chapter 12

9. Were prior bankruptcy cases filed by or against the debtor within the last 8 years?

- ☒ No.
☐ Yes.

If more than 2 cases, attach a separate list.

District _____ When _____ Case number _____

District _____ When _____ Case number _____

10. Are any bankruptcy cases pending or being filed by a business partner or an affiliate of the debtor?

- ☒ No
☐ Yes.

List all cases. If more than 1, attach a separate list

Debtor _____ Relationship _____

District _____ When _____ Case number, if known _____

11. Why is the case filed in this district?

Check all that apply:

- ☒ Debtor has had its domicile, principal place of business, or principal assets in this district for 180 days immediately preceding the date of this petition or for a longer part of such 180 days than in any other district.
- ☐ A bankruptcy case concerning debtor's affiliate, general partner, or partnership is pending in this district.

12. Does the debtor own or have possession of any real property or personal property that needs immediate attention?

☒ No

☐ Yes. Answer below for each property that needs immediate attention. Attach additional sheets if needed.

Why does the property need immediate attention? (Check all that apply.)

☐ It poses or is alleged to pose a threat of imminent and identifiable hazard to public health or safety.

What is the hazard?

☐ It needs to be physically secured or protected from the weather.

☐ It includes perishable goods or assets that could quickly deteriorate or lose value without attention (for example, livestock, seasonal goods, meat, dairy, produce, or securities-related assets or other options).

☐ Other

Where is the property?

Number, Street, City, State & ZIP Code

Is the property insured?

☐ No

☐ Yes. Insurance agency

Contact name

Phone

Statistical and administrative information

13. Debtor's estimation of available funds

Check one:

- ☒ Funds will be available for distribution to unsecured creditors.
- ☐ After any administrative expenses are paid, no funds will be available to unsecured creditors.

14. Estimated number of creditors

☐ 1-49

☒ 50-99

☐ 100-199

☐ 200-999

☐ 1,000-5,000

☐ 5,001-10,000

☐ 10,001-25,000

☐ 25,001-50,000

☐ 50,001-100,000

☐ More than 100,000

15. Estimated Assets

☐ \$0 - \$50,000

☐ \$50,001 - \$100,000

☒ \$100,001 - \$500,000

☐ \$500,001 - \$1 million

☐ \$1,000,001 - \$10 million

☐ \$10,000,001 - \$50 million

☐ \$50,000,001 - \$100 million

☐ \$100,000,001 - \$500 million

☐ \$500,000,001 - \$1 billion

☐ \$1,000,000,001 - \$10 billion

☐ \$10,000,000,001 - \$50 billion

☐ More than \$50 billion

16. Estimated liabilities

☐ \$0 - \$50,000

☐ \$50,001 - \$100,000

☐ \$100,001 - \$500,000

☐ \$500,001 - \$1 million

☒ \$1,000,001 - \$10 million

☐ \$10,000,001 - \$50 million

☐ \$50,000,001 - \$100 million

☐ \$100,000,001 - \$500 million

☐ \$500,000,001 - \$1 billion

☐ \$1,000,000,001 - \$10 billion

☐ \$10,000,000,001 - \$50 billion

☐ More than \$50 billion

Debtor **U.S. Outdoor Holding LLC**
Name

Case number (if known)

Request for Relief, Declaration, and Signatures

WARNING -- Bankruptcy fraud is a serious crime. Making a false statement in connection with a bankruptcy case can result in fines up to \$500,000 or imprisonment for up to 20 years, or both. 18 U.S.C. §§ 152, 1341, 1519, and 3571.

**17. Declaration and signature
of authorized
representative of debtor**

The debtor requests relief in accordance with the chapter of title 11, United States Code, specified in this petition.

I have been authorized to file this petition on behalf of the debtor.

I have examined the information in this petition and have a reasonable belief that the information is true and correct.

I declare under penalty of perjury that the foregoing is true and correct.

Executed on **September 4, 2020**
MM / DD / YYYY

X /s/ Edward A. Ariniello
Signature of authorized representative of debtor

Title **Member Manager**

Edward A. Ariniello
Printed name

18. Signature of attorney

X /s/ Douglas R. Ricks
Signature of attorney for debtor

Date **September 4, 2020**
MM / DD / YYYY

Douglas R. Ricks
Printed name

Vanden Bos & Chapman, LLP
Firm name

**319 SW Washington
Suite 520
Portland, OR 97204**
Number, Street, City, State & ZIP Code

Contact phone **503-241-4869** Email address **doug@vbcattorneys.com**

044026 OR
Bar number and State

Douglas R. Ricks, OSB #044026
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Portland, OR 97204
Telephone: 503-241-4869
Fax: 503-241-3731

Of Attorneys for Debtor-in-Possession

IN THE UNITED STATES BANKRUPTCY COURT
FOR THE DISTRICT OF OREGON

In re

U.S. Outdoor Holding LLC

Debtor-in-Possession.

Case No.

DECLARATION UNDER PENALTY OF
PERJURY BY LIMITED LIABILITY
COMPANY DEBTOR CERTIFYING
DOCUMENTS REQUIRED BY 11 U.S.C.
§1116(1)(B)

I, Edward A. Ariniello, am a member and CEO of Debtor in this case, declare under penalty of perjury as follows:

1. A "statement of operations" has not been prepared.

I further declare that the foregoing is true and correct to the best of my knowledge, information and belief.

Dated: September 4, 2020

/s/ Edward A. Ariniello
Edward A. Ariniello, Declarant

US Outdoor Holding, LLC
Balance Sheet
As of July 31, 2020

	Jul 31, 20
ASSETS	
Current Assets	
Checking/Savings	
10000 · Checking Accounts	33,450.86
10019 · Checking - US Bank - 1119	3,190.46
10020 · Checking - US Bank - 1218	36,057.85
10030 · Checking - Key Bank - 5204	175,176.06
10040 · Checking - Key Bank - 5477	
Total 10000 · Checking Accounts	247,875.23
10100 · Savings Accounts	
10120 · Savings - Reserve	0.05
10130 · Savings - Solomon	23.78
Total 10100 · Savings Accounts	23.83
10500 · Clearing Accounts	
10520 · Paypal	4,679.73
Total 10500 · Clearing Accounts	4,679.73
10550 · Bank Clearing	11,252.51
10800 · Petty Cash	150.21
Total Checking/Savings	263,981.51
Other Current Assets	
12100 · Inventory Asset	526,287.87
12300 · Prepaid Expenses	7,265.12
15100 · Security Deposits	50,000.00
Total Other Current Assets	583,552.99
Total Current Assets	847,534.50
Fixed Assets	
15000 · Furniture and Equipment	350.00
15500 · Vehicle	22,500.00
Total Fixed Assets	22,850.00
Other Assets	
18000 · Goodwill	661,424.92
Total Other Assets	661,424.92
TOTAL ASSETS	1,531,809.42
LIABILITIES & EQUITY	

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Accrual Basis

US Outdoor Holding, LLC

Balance Sheet

As of July 31, 2020

	Jul 31, 20
Liabilities	
Current Liabilities	
Accounts Payable	
20000 · AP (Inventory)	-11,186.31
20999 · AP - HOLDING	1,037,398.62
20000 · AP (Inventory) - Other	
Total 20000 · AP (Inventory)	1,026,212.31
20100 · AP (Operations)	94,238.89
Total Accounts Payable	1,120,451.20
Credit Cards	
20590 · US Bnk CC-9137 Mstr Pymnts Only	
20591 · US Bank CC - EA 0402	58,461.51
20592 · US Bank CC - CA 6068	45,993.67
20593 · US Bank CC - TS 5694	6,718.40
20590 · US Bnk CC-9137 Mstr Pymnts Only - Other	-82,566.10
Total 20590 · US Bnk CC-9137 Mstr Pymnts Only	28,607.48
20600 · CC - Office Depot 5942	-46.88
20601 · AMEX	
20650 · Amex 71003	45,857.96
20655 · AMEX 71011	123,007.74
20601 · AMEX - Other	-112,124.12
Total 20601 · AMEX	56,741.58
20660 · Capital One 5825	22,706.82
20675 · Chase 1023	15,091.17
Total Credit Cards	123,100.17
Other Current Liabilities	
Sales Tax Liability	-19.20
20680 · National Funding Loans	
20682 · National Funding - 563A - Mar'19	-24,136.40
20684 · National Funding - 563A - Oct'19	66,822.62
20680 · National Funding Loans - Other	-389.20
Total 20680 · National Funding Loans	42,297.02
20690 · SBA Loans	
20691 · SBA Loan 71-09	266,607.00
20692 · SBA EDIL Loan	10,000.00
Total 20690 · SBA Loans	276,607.00

US Outdoor Holding, LLC

Balance Sheet

As of July 31, 2020

	Jul 31, 20
20700 · Gift Card Liabilities	131,242.73
21010 · Payroll Liabilities	
21200 · Federal Payroll Liabilities	1,703.44
21210 · Federal 940 (Payable)	127,623.78
21220 · Federal 941 (Payable)	
Total 21200 · Federal Payroll Liabilities	129,327.22
Total 21010 · Payroll Liabilities	129,327.22
21300 · State Payroll Liability	
21340 · State OQ (Payable)	47,018.83
21350 · Statewide Transit Tax	8.05
21300 · State Payroll Liability - Other	299.98
Total 21300 · State Payroll Liability	47,326.86
21710 · Dental Insurance (Payable)	-678.76
21720 · Vision Insurance (Payable)	-35.43
21730 · Accident Insurance (Payable)	-45.91
21750 · FSA Healthcare (Payable)	1,545.52
21760 · FSA Dependent Care (Payable)	2,323.67
21780 · Parking Reimbursement (Payable)	-629.51
21800 · Pension (Payable)	474.47
28000 · Notes Payable - E&C Ariniello	28,821.61
Total Other Current Liabilities	658,557.29
Total Current Liabilities	1,902,108.66
Long Term Liabilities	
29000 · Notes Payable Solomon	1,250,000.00
29100 · Notes Payable PUNVER	150,000.00
29200 · Notes Payable AUNVER	50,000.00
Total Long Term Liabilities	1,450,000.00
Total Liabilities	3,352,108.66
Equity	
31000 · Owners Equity	
31001 · Note Equity - Prior Period	101,567.75
31600 · Owners Equity - Ed Ariniello	
31601 · CC - EA Personal 4957	176.25
31602 · CC - EA Personal 7388	231.03
31600 · Owners Equity - Ed Ariniello - Other	637,519.82
Total 31600 · Owners Equity - Ed Ariniello	637,927.10
31610 · Owners Equity - Carrie Ariniell	

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Accrual Basis

US Outdoor Holding, LLC
Balance Sheet
As of July 31, 2020

	Jul 31, 20
31611 · CC - CA Personal 2371	896.40
31610 · Owners Equity - Carrie Ariniell - Other	6,600.00
Total 31610 · Owners Equity - Carrie Ariniell	7,496.40
31700 · Owners Equity - A Unverzagt	150,000.00
31701 · Owners Equity - A Pollard	150,000.00
Total 31000 · Owners Equity	1,046,991.25
32000 · Retained Earnings	-2,245,002.57
Net Income	-622,287.92
Total Equity	-1,820,299.24
TOTAL LIABILITIES & EQUITY	1,531,809.42

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Accrual Basis

US Outdoor Holding, LLC
Profit & Loss
July 2020

	Jul 20
Ordinary Income/Expense	
Income	
46000 · Merchandise Sales	
46100 · In-Store Sales	56,293.83
46200 · eCommerce Sales	
46201 · Paypal	7,915.84
46202 · Amazon	2,792.03
46203 · Drop-Ship Sales	-15.35
46200 · eCommerce Sales - Other	23,602.53
Total 46200 · eCommerce Sales	34,295.05
Total 46000 · Merchandise Sales	90,588.88
48300 · Vendor Discounts Given	0.00
Total Income	90,588.88
Cost of Goods Sold	
50000 · Cost of Goods Sold (Inventory)	33,317.06
50500 · In-Store	21,900.57
50700 · Online Sales	0.00
50000 · Cost of Goods Sold (Inventory) - Other	
Total 50000 · Cost of Goods Sold (Inventory)	55,217.63
50090 · Inventory - Freight -In	
50091 · Drop-Ship Freight	3.50
50090 · Inventory - Freight -In - Other	149.33
Total 50090 · Inventory - Freight -In	152.83
50100 · Cost of Sales	
59700 · eComm Online Services	7,370.68
59800 · Merchant Account Fees	2,129.13
Total 50100 · Cost of Sales	9,499.81
68200 · Postage/ Shipping	4,722.38
Total COGS	69,592.65
Gross Profit	20,996.23
Expense	
General & Administrative	
60300 · Parking and Tolls	312.10
60400 · Bank Service Charges	
60402 · Late Fees	1,614.68

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Accrual Basis

US Outdoor Holding, LLC
Profit & Loss
July 2020

	Jul 20
60405 · Bank Fees - Service Charges	33.50
Total 60400 · Bank Service Charges	1,648.18
61700 · Computer and Internet Expenses	459.90
63300 · Liability Insurance	2,353.04
64300 · Meals and Entertainment 50%	28.00
64400 · Travel	20.97
64900 · Office Supplies	2,126.38
64950 · Software Subscription Expense	326.97
66700 · Professional Fees	
66720 · Accounting / Bookkeeping	3,885.00
66740 · Design Fees	270.00
66700 · Professional Fees - Other	3,597.50
Total 66700 · Professional Fees	7,752.50
General & Administrative - Other	
Total General & Administrative	13,235.00
Total General & Administrative	28,263.04
Occupancy	
63600 · Janitorial Expense	0.00
64800 · Furniture & Fixtures < \$2500	1,200.00
66300 · Business Tax	2,421.70
67200 · Repairs and Maintenance	50,847.18
68600 · Utilities	
68601 · Telephone Expense	2,327.19
68600 · Utilities - Other	2,905.20
Total 68600 · Utilities	5,232.39
Total Occupancy	59,701.27
Sales & Marketing	
60180 · Advertising and Promotion	675.59
60188 · Events & Classes	305.26
69600 · Consignment Sales Expense	80.00
Total Sales & Marketing	1,060.85
60000 · Payroll Expenses	
60010 · Labor	
60031 · Hourly Labor	20,683.80
60032 · Salary Labor	18,652.08
60033 · Holiday Pay	612.00
60034 · Overtime Pay	304.46
60035 · Paid Time Off	0.00

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Accrual Basis

US Outdoor Holding, LLC
Profit & Loss
July 2020

	Jul 20
Total 60010 · Labor	40,252.34
60050 · Federal Payroll Taxes	3,007.08
60060 · State Payroll Taxes	894.82
63400 · Worker's Compensation	1,079.86
66400 · Pension Plan	328.99
66500 · Medical/ Dental Insurance	599.97
66550 · Other Employee Benefits	371.10
60000 · Payroll Expenses - Other	462.52
Total 60000 · Payroll Expenses	46,996.68
999999 · Suspense	-4,111.64
Total Expense	131,910.20
Net Ordinary Income	-110,913.97
Other Income/Expense	
Other Expense	
60401 · Finance Charges	5,829.26
63500 · Interest Expense	8,656.84
80000 · Ask My Accountant	299.98
Total Other Expense	14,786.08
Net Other Income	-14,786.08
Net Income	-125,700.05

United States Bankruptcy Court
District of Oregon

In re **U.S. Outdoor Holding LLC**

Debtor(s)

Case No.

Chapter

11

DISCLOSURE OF COMPENSATION OF ATTORNEY FOR DEBTOR(S)

1. Pursuant to 11 U.S.C. § 329(a) and Fed. Bankr. P. 2016(b), I certify that I am the attorney for the above named debtor(s) and that compensation paid to me within one year before the filing of the petition in bankruptcy, or agreed to be paid to me, for services rendered or to be rendered on behalf of the debtor(s) in contemplation of or in connection with the bankruptcy case is as follows:

For legal services, I have agreed to accept	\$	Hourly
Prior to the filing of this statement I have received	\$	19,667
Balance Due	\$	Unknown

2. The source of the compensation paid to me was:

☒ Debtor ☐ Other (specify):

3. The source of compensation to be paid to me is:

☒ Debtor ☐ Other (specify):

4. ☒ I have not agreed to share the above-disclosed compensation with any other person unless they are members and associates of my law firm.

☐ I have agreed to share the above-disclosed compensation with a person or persons who are not members or associates of my law firm. A copy of the agreement, together with a list of the names of the people sharing in the compensation is attached.

5. In return for the above-disclosed fee, I have agreed to render legal service for all aspects of the bankruptcy case, including:

- a. Analysis of the debtor's financial situation, and rendering advice to the debtor in determining whether to file a petition in bankruptcy;
- b. Preparation and filing of any petition, schedules, statement of affairs and plan which may be required;
- c. Representation of the debtor at the meeting of creditors and confirmation hearing, and any adjourned hearings thereof;
- d. [Other provisions as needed]

*** Debtor has agreed to pay an hourly rate for all pre and post-petition services. Pre-petition services are \$23,661 (subject to review) and inclusive of filing fee of \$1,717.00. \$10,366.00 remains in trust account.**

6. By agreement with the debtor(s), the above-disclosed fee does not include the following service:

None

CERTIFICATION

I certify that the foregoing is a complete statement of any agreement or arrangement for payment to me for representation of the debtor(s) in this bankruptcy proceeding.

September 4, 2020

Date

/s/ Douglas R. Ricks

Douglas R. Ricks

Signature of Attorney

Vanden Bos & Chapman, LLP

319 SW Washington

Suite 520

Portland, OR 97204

503-241-4869

doug@vbcattorneys.com

Name of law firm